

**EXHIBIT A TO ORRICK'S
FIFTH QUARTERLY:
MONTHLY FEE APPLICATION
FOR THE PERIOD
JANUARY 1-31, 2007**

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

<hr/>)	
In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>)	Case No. 01-1139 (JKF)
)	
Debtors.)	Objection Deadline: April 16, 2007 at 4:00 p.m.
<hr/>)	Hearing: Schedule if Necessary (Negative Notice)

**NOTICE OF FILING OF
TWELFTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Twelfth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period January 1, 2007 through January 31, 2007, seeking payment of fees in the amount of \$303,965.00 (80% of \$379,956.25) and expenses in the amount of \$14,046.26, for a total amount of \$318,011.26 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **April 16, 2007 at 4:00 p.m., Eastern Time.**

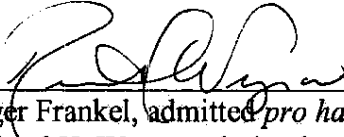
At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36th Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15th Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: March 26, 2007

By: 

Roger Frankel, admitted *pro hac vice*
Richard H. Wyrton, admitted *pro hac vice*
The Washington Harbour
3050 K Street, NW
Washington, DC 20007
(202) 339-8400
Co-Counsel to David T. Austern, Future Claimants
Representative

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A.
John C. Phillips, Jr. (#110)
1200 North Broom Street
Wilmington, DE 19806
(302) 655-4200
(302) 655-4210 (fax)
Co-Counsel to David T. Austern, Future Claimants
Representative

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W.R. GRACE & CO., <u>et al.</u>)	Case No. 01-1139 (JKF)
)	
Debtors.)	Objection Deadline: April 16, 2007 at 4:00p.m.
)	Hearing: Schedule if Necessary (Negative Notice)

**COVER SHEET TO TWELFTH MONTHLY INTERIM APPLICATION OF
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD
JANUARY 1, 2007 THROUGH JANUARY 31, 2007**

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: January 1, 2007 through January 31, 2007

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$379,956.25

80% of fees to be paid: \$303,965.00¹

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 14,046.26

Total Fees @ 80% and 100% Expenses: \$318,011.26

This is an: interim X monthly final application.

¹ Pursuant to the Administrative Order, as amended, entered April 17, 2002, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 12.60 hours and the corresponding fees are \$2,835.00 and \$123.20 in expenses for Orrick's fee applications and 7.40 hours and \$1,310.00 in fees and \$383.71 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Twelfth interim fee application for the period January 1-31, 2007. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% & 100% Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$115,522.60
Fifth Interim Period June 1-30, 2006	\$194,266.75	\$155,413.40	\$6,395.69	\$161,809.09
Sixth Interim Period July 1-31, 2006	\$181,982.00	\$145,585.60	\$11,934.45	\$157,520.05
Seventh Interim Period August 1-31, 2006	\$152,041.50	\$121,633.20	\$5,711.17	\$127,344.37
Eighth Interim Period Sept. 1-30, 2006	\$223,996.25	\$179,197.00	\$8,006.50	\$187,203.05
Ninth Interim Period October 1-31, 2006	\$225,845.00	\$180,676.00	\$24,528.57	\$205,204.57
Tenth Interim Period November 1-30, 2006	\$387,429.00	\$309,943.20	\$31,267.21	\$341,210.41
Eleventh Interim Period December 1-31, 2006	\$227,796.00	\$182,236.80	\$42,583.17	\$224,819.97

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$17,805.20 representing 20% of fees for February 2006
- \$23,453.25 representing 20% of fees for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$161,809.09 representing 80% of fees and 100% of most expenses for June 2006
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006
- \$127,344.37 representing 80% of fees and 100% of expenses for August 2006
- \$187,203.05 representing 80% of fees and 100% of expenses for September 2006
- \$91,209.05 representing 20% of fees for April, May and June 2006
- \$205,204.57 representing 80% of fees and 100% of expenses for October 2006
- \$566,030.38 representing 80% of fees and 100% of expenses for November and December 2006

COMPENSATION SUMMARY
JANUARY 1-31, 2007

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
John Ansbro	Partner, 3 years in position; 12 years relevant experience; 1995, Litigation	\$625	99.0	\$61,406.25
Roger Frankel	Partner, 24 years in position; 36 years relevant experience; 1971, Bankruptcy	\$770	98.0	\$71,071.00 ²
Jonathan P. Guy	Partner, 7 years in position; 14 years relevant experience; 1993, Bankruptcy	\$650	39.2	\$25,480.00
Raymond G. Mullady, Jr.	Partner, 14 years in position; 24 years relevant experience; 1983, Litigation	\$635	100.90	\$62,484.00 ³
Garret G. Rasmussen	Partner, 25 years in position; 33 years relevant experience; 1974, Litigation	\$700	9.8	\$6,860.00
Richard H. Wyron	Partner, 18 years in position; 28 years relevant experience; 1979, Bankruptcy	\$700	28.8	\$19,460.00 ⁴
Jeffery D. Hermann	Of Counsel, 5 years in position; 30 years relevant experience; 1977, Bankruptcy	\$570	2.2	\$1,331.00
Debra L. Felder	Associate, 5 years in position; 5 years relevant experience; 2002, Bankruptcy	\$465	170.3	\$78,259.50 ⁵
Annie L. Hermele	Associate, 3 years in position; 3 years relevant experience; 2004, Litigation	\$390	10.3	\$4,017.00
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2004, Bankruptcy	\$390	1.1	\$429.00

2 This amount reflects a reduction of \$4,389.00 for the 50% discount of hourly rates for non-working travel.

3 This amount reflects a reduction of \$1,587.50 for the 50% discount of hourly rates for non-working travel.

4 This amount reflects a reduction of \$700.00 for the 50% discount of hourly rates for non-working travel.

5 This amount reflects a reduction of \$930.00 for the 50% discount of hourly rates for non-working travel.

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
Shannon D. Venegas	Associate, 3 years in position; 3 years relevant experience; 2004, Litigation	\$390	90.80	\$34,632.00 ⁶
Catharine L. Zurbrugg	Associate, 2 years in position; 2 years relevant experience; 2005, Litigation	\$355	21.3	\$6,638.50 ⁷
Rachael M. Barainca	Legal Assistant	\$150	27.7	\$4,155.00
James Cangialosi	Legal Assistant	\$235	1.0	\$235.00
Debra O. Fullem	Bankruptcy Research Specialist	\$225	7.4	\$1,665.00
Risa Mulligan	Research Coordinator	\$150	.2	\$30.00
Aaron R. Thorp	Project Coordinator	\$195	9.40	\$1,833.00
Total			717.20	\$379,956.25
Blended Rate: \$529.78				

COMPENSATION BY PROJECT CATEGORY
JANUARY 1-31, 2007

<u>Project Category</u>	<u>Total Hours</u>	<u>Total Fees</u>
Case Administration	12.8	\$1,935.00
Litigation	634.0	\$351,175.00
Plan & Disclosure Statement	17.3	\$12,923.00
Compensation of Professionals-Other	7.4	\$1,310.00
Compensation of Professionals-Orrick	12.6	\$2,835.00
Non-Working Travel	33.1	\$9,778.25
TOTAL	717.20	\$379,956.25

EXPENSE SUMMARY
JANUARY 1-31, 2007

<u>Expense Category</u>	<u>Total</u>
Duplicating	\$5,637.64
Meals	\$791.64
Parking	\$70.83
Postage/Express Delivery	\$978.00
Telephone	\$70.83
Travel - Air Fare/Train	\$2,564.24
Travel - Taxi	\$179.51
Westlaw and Lexis Research	\$3,764.40
TOTAL	\$14,046.26

⁶ This amount reflects a reduction of \$780.00 for the 50% discount of hourly rates for non-working travel.

⁷ This amount reflects a reduction of \$923.00 for the 50% discount of hourly rates for non-working travel.

Orrick's Client Charges and Disbursements Policy effective January 1, 2007, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.75 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.

c. ***Messenger and Courier Service*** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. ***Overtime*** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: March 26 2007

By: 

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants
Representative

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:

W.R. GRACE & CO., et al.

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

VERIFICATION

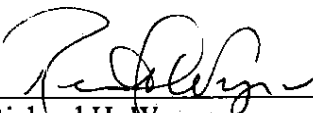
DISTRICT OF COLUMBIA, TO WIT:

Richard H. Wyron, after being duly sworn according to law, deposes and says:

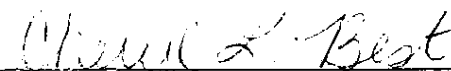
1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.

2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A¹ to Orrick's monthly interim application.

3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.


Richard H. Wyron

SWORN AND SUBSCRIBED TO BEFORE ME
THIS 26th DAY OF MARCH, 2007


Notary Public

My commission expires: 11/14/10

I Certain portions of the time entries in the attached Exhibit A have been redacted as they contain confidential information.

EXHIBIT A



ORRICK, HERRINGTON & SUTCLIFFE LLP
WASHINGTON HARBOUR
3050 K STREET, NW
WASHINGTON, DC 20007-5135
tel 202-339-8400
fax 202-339-8500
WWW.ORRICK.COM

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

February 15, 2007
Client No. 17367
Invoice No. 1056048

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through January 31, 2007 in connection
with the matters described on the attached pages:

\$ 379,956.25

DISBURSEMENTS as per attached pages:

14,046.26

TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):

\$ 394,002.51

Matter(s): 17367/11, 13, 15, 2, 8, 9

DUE UPON RECEIPT

The following is for information only:
Previous Balance not included in this invoice:
\$832,226.68

In order to ensure proper credit to your account,
please reference your **INVOICE** and **CLIENT** numbers on your remittance.
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

REMITTANCE ADDRESS:

*Orrick, Herrington & Sutcliffe LLP
4253 Collections Center Drive
Chicago, IL 60693
Reference: 17367/ Invoice: 1056048
E.I.N. 94-2952627
Overnight deliveries: (312) 974-1642*

**ELECTRONIC FUNDS
TRANSFERS:**

Wire Transfers Only:
ABA Number 0260-0959-3
Bank of America
100 West 33rd Street, NY, NY 10001
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1056048
E.I.N. 94-2952627

**ELECTRONIC FUNDS
TRANSFERS:**

ACH Transfers Only:
ABA Number 121-000358
Bank of America
San Francisco Main Branch
Account of
Orrick, Herrington & Sutcliffe LLP
Account Number: 1499-4-10382
Reference: 17367/ Invoice: 1056048
E.I.N. 94-2952627



O R R I C K

David Austern, Futures Claims Representative for
W.R. Grace & Co.
c/o Claims Resolution Management Corp.
3110 Fairview Park Drive, Suite 200
Falls Church, VA 22042

February 15, 2007
Client No. 17367
Invoice No. 1056048

Orrick Contact: Roger Frankel

For Legal Services Rendered Through January 31, 2007 in Connection With:

Matter: 2 - Case Administration

01/02/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/03/07	R. Barainca	Update case calendar.	0.80
01/03/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/04/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/04/07	R. Barainca	Update case calendar.	0.80
01/05/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/05/07	R. Barainca	Update case calendar.	0.70
01/08/07	R. Barainca	Review Court docket; download documents and distribute.	0.40
01/09/07	R. Barainca	Review Court docket; download documents and distribute.	0.30
01/10/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/11/07	R. Barainca	Update case calendar.	1.30
01/11/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/12/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/12/07	R. Barainca	Update case calendar.	0.70
01/16/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/17/07	R. Barainca	Review Court docket; download documents and distribute.	0.30
01/18/07	R. Barainca	Review Court docket; download documents and distribute.	0.30
01/18/07	R. Barainca	Update case calendar.	1.20
01/19/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/22/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/23/07	R. Barainca	Review Court docket; download documents and distribute.	0.30
01/24/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/24/07	R. Barainca	Update case calendar.	1.20
01/25/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/25/07	R. Barainca	Update case binder.	0.60
01/26/07	R. Barainca	Update case calendar.	0.50
01/26/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/29/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/30/07	R. Barainca	Review Court docket; download documents and distribute.	0.20
01/30/07	D. Fullern	Review calendar items and open matters.	0.20
01/31/07	R. Barainca	Review Court docket; download documents and distribute.	0.20



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -
 17367
 page 2

February 15, 2007
 Invoice No. 1056048

Total Hours	12.80	
Total For Services		\$1,935.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	12.60	150.00	1,890.00
Debra O. Fullem	0.20	225.00	45.00
Total All Timekeepers	12.80	\$151.17	\$1,935.00

Disbursements

Duplicating Expense	3.30	
Local Taxi Expense	32.86	
Outside Services	2,255.92	
Telephone	1.00	
Total Disbursements		\$2,293.08

Total For This Matter	\$4,228.08
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David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 3

February 15, 2007
Invoice No. 1056048

For Legal Services Rendered Through January 31, 2007 in Connection With:

Matter: 8 - Litigation

01/01/07	R. Frankel	Draft major arguments for Reply Brief (3.0); draft memo/e-mail with major arguments (1.2).	4.20
01/02/07	S. Venegas	Draft opposition to motion for protective order.	10.00
01/02/07	D. Felder	Review e-mail correspondence from R. Frankel and J. Liesemer regarding exclusivity appeal (.2); review Grace's appeal brief and appendix, begin outlining reply and reviewing case law (6.1); review correspondence regarding production of x-ray evidence (.1); telephone conference with M. Hurford regarding R. Mason deposition (.5); review open discovery issues and e-mail correspondence to A. Hermele regarding same (1.2).	8.10
01/02/07	J. Ansbro	Review revised scheduling order, discuss same with R. Mullady.	0.40
01/02/07	R. Mullady, Jr.	Review revised scheduling order for estimation proceeding and discuss same with J. Ansbro (.4); e-mails to/from N. Finch and A. Venegas regarding brief in opposition to Grace's motion to quash Rule 30(b)(6) deposition subpoena (.2).	0.60
01/02/07	J. Guy	Review Appellees' brief (.8); review cases cited therein (1.2); conference with D. Felder re preparation of reply (.5); strategize re and prepare reply (3.0); various e-mails with co-counsel re preparation of brief and review same (.6).	6.10
01/02/07	R. Frankel	Series of e-mails re Reply Brief.	0.40
01/02/07	R. Frankel	Prepare outline (preliminary) for oral argument.	0.70
01/02/07	R. Frankel	Review J. Liesemer comments re Reply Brief.	0.60
01/03/07	A. Hermele	Assist A. Venegas in structuring Opposition to Motion for Protective Order and refining arguments.	7.80
01/03/07	S. Venegas	Draft opposition to motion for protective order.	10.00
01/03/07	D. Felder	Review recently filed orders and pleadings regarding discovery issues, questionnaires and motions to compel (2.8); research regarding exclusivity appeal issues (4.5); conference with J. Guy regarding same (.5); review asbestos firms' motion to amend order regarding questionnaires (.5).	8.30
01/03/07	J. Ansbro	Review e-mails among team members regarding Lee deposition, discovery tasks and status, motion to compel.	0.40



David Austern, Futures Claims Representative for W.R. Grace & Co. -
17367
page 4

February 15, 2007
Invoice No. 1056048

01/03/07	R. Mullady, Jr.	E-mails to/from D. Felder regarding R. Lee deposition on 1/5 (.2); review W.R. Grace Form 10-Q (.5); review status of discovery (.5); e-mails to/from N. Finch and A. Running regarding Grace production of documents in advance of Hughes deposition (.3).	1.50
01/03/07	J. Guy	Draft and revise Appellate Reply Brief.	7.00
01/03/07	R. Frankel	Prepare notes for oral argument on exclusivity, review appellee brief (3.3); consider structure of argument (1.1).	4.40
01/04/07	S. Venegas	Revise Opposition to Motion for Protective Order.	13.70
01/04/07	D. Felder	Review Grace's motion for protective order and ACC's draft and exhibits (3.0); review and revise FCR's opposition to motion for protective order and conferences and e-mail correspondence with A. Venegas and R. Mullady regarding same (3.2); research and review case law regarding exclusivity issues (3.4); conferences and e-mail correspondence with J. Guy regarding same (1.0); telephone conference with J. Liesemer regarding same (.2); prepare inserts regarding same (.5).	11.30
01/04/07	R. Mullady, Jr.	Review and revise draft opposition to debtors' motion to quash subpoena, including discussions with A. Venegas, D. Felder and N. Finch (7.5); review debtors' SEC filings and other documents in connection with opposition brief (1.5).	9.00
01/04/07	J. Guy	Revise Appellate Reply Brief.	7.00
01/04/07	R. Frankel	Confer with J. Guy issues in Reply Brief; notes re same.	0.50
01/04/07	R. Frankel	Telephone conference with S. Baena re Reply Brief (.2); telephone conference with J. Guy re brief (.2); review issues re brief (.5).	0.90
01/05/07	A. Thorp	Review contents of DVD and external hard drive and prepare recommendations to D. Felder for reviewing of questionnaire data.	3.40
01/05/07	K. Thomas	Review e-mail from R. Wyron re possible treatment of claims (.1); review pleadings from Nat'l Union adversary (.3); research letter of credit and payment of claims (.5).	0.90
01/05/07	S. Venegas	Draft changes to opposition to motion for protective order.	9.00
01/05/07	D. Felder	Conference with A. Thorpe regarding estimation materials from Debtors (.1); review, revise and finalize FCR's opposition to motion for protective order and exhibits thereto (6.0); various conferences with A. Venegas and R. Mullady (1.5); e-mail correspondence with A. Venegas and R. Mullady (1.0); telephone conference with R. Chatterjee regarding financial issues (.1).	8.70
01/05/07	R. Mullady, Jr.	Review, revise and discuss opposition to debtors' motion to quash subpoena.	2.00
01/05/07	J. Guy	Work on Appellate Reply Brief.	5.40



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01/05/07	R. Frankel	Review various stories on Bloomberg re market perceptions, pending litigation.	0.40
01/05/07	R. Frankel	Confer with J. Guy re brief on exclusivity (.4); review S. Baena e-mail re same (.3).	0.70
01/06/07	D. Felder	Review recently filed pleadings regarding discovery issues.	0.90
01/06/07	R. Frankel	Review, revise draft Reply Brief re exclusivity, e-mail re same.	2.80
01/07/07	R. Mullady, Jr.	Review and comment on debtors' opposition to motion to compel actuarially-based estimates of asbestos liability (.6); review debtors' opposition for motion to modify order regarding questionnaire responses (.2).	0.80
01/07/07	J. Guy	Work on Reply Brief, including incorporating comments of PD and PI Committees.	2.00
01/07/07	R. Wyron	Review Debtors' exclusivity brief and e-mails regarding status of reply (1.1); review case calendar (.3).	1.40
01/08/07	R. Barainca	Review documents relating to the January 23, 2007 hearing for R. Mullady.	1.10
01/08/07	J. Cangialosi	Retrieve requested hearing transcripts and deposition materials, and prepare working sets of documents.	1.00
01/08/07	S. Venegas	Weekly team meeting (1.2); review Debtor's opposition. (.5).	1.70
01/08/07	D. Felder	Prepare agenda for status meeting with litigation team and e-mail correspondence with R. Mullady regarding same (.8); revise Reply Brief in exclusivity appeal (4.0); attend status meeting with litigation team and follow-up with R. Mullady regarding same (1.2); follow-up telephone conference with N. Finch and W. Slocumbe regarding estimation issues (1.5); telephone conference with S. Baena and J. Liesemer regarding exclusivity appeal (.5).	8.00
01/08/07	J. Ansbro	Review agenda/schedule of upcoming tasks (.2); conference call with OHS team re upcoming discovery tasks and strategy (1.0); conference call with ACC counsel (N. Finch and W. Slocumbe) (1.1); initial review of digests from Sealed Air depositions (2.0); review memorandum and case law regarding estimation in asbestos proceeding (2.2).	6.50
01/08/07	R. Mullady, Jr.	Prepare for and convene meeting of estimation team regarding fact and expert discovery and expert reports (5.5); conference call with N. Finch and W. Slocumbe (1.0).	6.50
01/08/07	G. Rasmussen	Meeting with R. Mullady to review tasks relating to experts.	1.00
01/08/07	R. Wyron	Review case calendar for upcoming hearings (.3); begin review of exclusivity brief (.6).	0.90
01/08/07	R. Frankel	Series of e-mails re meeting, agenda with litigation team, discovery schedule.	0.80



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01/08/07	R. Frankel	Review miscellaneous pleadings related to PI Questionnaire.	0.70
01/08/07	R. Frankel	Review revised brief from J. Guy.	1.10
01/09/07	R. Barainca	Review documents relating to the Debtors' Motion To Quash 30(b)(6) Deposition Notice and Protective Order for D. Felder.	0.50
01/09/07	D. Felder	Review exclusivity Reply Brief (.5); review Debtors' request for expedited consideration and summary denial of asbestos firms' motion for reconsideration (.3); review Debtors' opposition to ACC's motion to compel actuarial studies and exhibits in support (.9); review ACC's opposition to Debtors' motion to quash and exhibits in support (1.8); conference with J. Guy regarding exclusivity appeal (.3); telephone conference with S. Baena and J. Guy regarding same (.5); e-mail correspondence with ACC and PD Committee regarding exclusivity appeal (.1); prepare letter to Judge Buckwalter regarding same and conference with J. Guy regarding same (.6); review orders on motions to file under seal and e-mail correspondence with R. Mullady regarding same (.1); review e-mail correspondence from R. Mullady regarding non-estimation expert reports (.2); review reports regarding same (1.6); begin reviewing back-up materials for non-estimation expert reports (1.3).	8.20
01/09/07	J. Ansbro	Review R. Mullady's e-mail re potential deposition of Graces's non-estimation experts (.5); initial review of non-estimation experts' reports (3.3).	3.80
01/09/07	R. Mullady, Jr.	Initial preparation for January 23 omnibus hearing relating to motions to compel discovery (.5); detailed review of debtors' non-estimation expert reports (3.0); e-mail to N. Finch regarding same (1.0).	4.50
01/09/07	J. Guy	Conferences, e-mails, and telephone conferences with counsel for PD and PI committees and Orrick counsel (separate and various occasions) re filing of Reply Brief in exclusivity appeal.	1.00
01/09/07	R. Wyron	Follow-up with expert on pension issues and correspondence regarding same.	0.30
01/09/07	R. Frankel	Exchange of e-mails re Reply Brief; review draft letter to Judge Buchwalter.	0.60
01/10/07	S. Venegas	Review ACC Reply drafts and e-mails.	1.10
01/10/07	D. Felder	Finalize letter to Judge Buckwalter (.4); e-mail correspondence with J. Guy regarding same (.1); review correspondence from J. Liesemer, C. Hartman and J. Phillips (.4); continue reviewing non-estimation expert reports and reliance materials (4.7).	5.60



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01/10/07	R. Mullady, Jr.	Review and revise draft ACC Reply Brief in support of motion to compel actuarial studies (1.5); e-mails to/from N. Finch (.4); review transcript of 12/5 omnibus hearing (1.5); review debtors' informational brief (.2); prepare for 1/23 omnibus hearing (1.4).	5.00
01/10/07	R. Wyron	Review e-mails regarding exclusivity Reply Brief and status of discovery on estimation proceedings.	0.30
01/10/07	R. Frankel	Confer with E. Inselbuch and D. Austern re estimation, oral argument on exclusivity.	0.90
01/11/07	S. Venegas	Review e-mails regarding Reply Brief.	0.20
01/11/07	D. Felder	Telephone conference with Judge Buckwalter's chambers regarding oral argument (.3); review local rules regarding same (.6); e-mail summary to R. Frankel, R. Wyron and J. Guy regarding same (.2); telephone conference with J. Biggs regarding status and update (.4); follow-up regarding same (1.2); telephone conference with J. Guy regarding exclusivity appeal (.3); e-mail correspondence with C. Hartman and M. Hurford regarding same (.6); conference with J. Guy regarding same (.4); review e-mail correspondence regarding estimation issues (1.0); e-mail correspondence to and from J. Biggs regarding estimation issues (1.0).	6.00
01/11/07	J. Ansbro	Review moving papers on motions to compel (1.0), review draft ACC Reply Brief and R. Mullady's suggested revisions (.50), review e-mails to/from ACC team (.2), review prior case discovery materials (2.6).	4.30
01/11/07	R. Mullady, Jr.	Conference call with N. Finch and W. Slocumbe (1.2); prepare status report to client (.8); review Grace's informational brief (1.0); e-mails to/from R. Frankel and D. Felder regarding J. Biggs report (.2); e-mails to/from A. Venegas regarding deposition notices (.2); telephone conversation with J. Ansbro (.2).	3.60
01/11/07	J. Guy	Various e-mails with Appellants re appellate argument (.4); strategize re same (1.0).	1.40
01/11/07	R. Frankel	Prepare notes re major issues for oral argument (.8); prepare e-mail to E. Inselbuch, S. Baena re issues, allocation of oral argument (1.6).	2.40
01/11/07	R. Frankel	Series of e-mails re meeting with client, strategy session (.2); e-mails re structure, timing of oral argument (.2).	0.40
01/12/07	A. Thorp	Review contents of hard drive containing questionnaire responses and make recommendations to D. Felder for review and processing.	1.50
01/12/07	K. Thomas	Respond to e-mail correspondence from D. Felder re status of National Union adversary.	0.20



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01/12/07	D. Felder	Telephone conference with R. Mullady regarding estimation issues (.1); e-mails to experts regarding meeting and review e-mail correspondence from B. Gillespie (1.4); prepare notices of deposition and review stipulation and order regarding same (2.0); telephone conference and e-mail correspondence with R. Mullady regarding same (.6); e-mail correspondence with R. Mullady and N. Finch regarding same (.7); telephone conference with E. Stallard regarding estimation issues (.2); follow-up regarding same (.5); telephone conference with M. Kramer and M. Hurford regarding exclusivity appeal (.2); review recently filed pleadings and e-mail correspondence to R. Barainca regarding same (1.6); review and respond to e-mail correspondence regarding estimation issues (1.5); review agenda for January 23 omnibus hearing and e-mails to R. Frankel, R. Wyron, R. Mullady, and G. Rasmussen regarding same (.3).	9.10
01/12/07	J. Ansbro	Continue review of prior discovery materials (4.3), review expert publications on background of action (2.5), telephone conference with R. Mullady (.2).	7.00
01/12/07	R. Mullady, Jr.	Prepare for 1/23 omnibus hearing including review of briefs and case law.	5.00
01/12/07	J. Guy	Strategize and prepare for oral argument on January 22.	0.50
01/12/07	R. Frankel	Review, exchange series of e-mails re brainstorming session, methodology.	0.90
01/13/07	R. Mullady, Jr.	Review e-mails from D. Felder.	0.20
01/13/07	R. Frankel	Review file in preparation for telephone conference with E. Inselbuch and S. Baena re oral argument.	1.20
01/14/07	R. Frankel	Review files and e-mails in preparation for telephone conference with PI and PD.	0.80
01/15/07	J. Ansbro	Continue review of prior discovery responses and motion practice.	2.70
01/15/07	R. Mullady, Jr.	Prepare for 1/23 motion hearing including legal research and review of relevant papers and submissions.	4.00
01/15/07	R. Wyron	Review agenda for 1/23 hearing and e-mails regarding same.	0.30
01/15/07	R. Frankel	Prepare notes for oral argument, review prior Judge Buckwalter decision.	1.70
01/16/07	S. Venegas	Review background material re protective order for January 23rd hearing.	2.60



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01/16/07	D. Felder	Review exclusivity appeal docket (.1); e-mail correspondence with R. Mullady and D. Mendelson regarding estimation issues and follow-up regarding same (1.2); e-mail correspondence with R. Mullady and N. Finch regarding estimation issues and follow-up regarding same (1.0); telephone conference with R. Mullady regarding estimation issues (.1); e-mail correspondence with J. Biggs and B. Gillespie regarding estimation issues and follow-up regarding same (1.5); prepare notice of deposition of R. Beber, J. Hughes and D. Siegel and e-mail correspondence with R. Mullady regarding same (.4); review materials regarding upcoming estimation issues and prepare multiple e-mail summaries to R. Mullady, G. Rasmussen and J. Ansbro regarding same (3.3); telephone conference with R. Frankel, R. Wyron and counsel for ACC and PD Committee regarding exclusivity appeal issues (.5); follow-up with R. Frankel and R. Wyron regarding same (.4); follow-up regarding appeal issues (.5); review materials from J. Biggs and e-mail to R. Mullady and G. Rasmussen (.5).	9.50
01/16/07	J. Ansbro	Review e-mails with estimation team and discussions with R. Mullady regarding scheduling of expert meetings and depositions.	0.50
01/16/07	R. Mullady, Jr.	Prepare for 1/23 motion hearing (2.0); discussions with estimation team regarding scheduling of expert meetings and depositions.	2.50
01/16/07	R. Wyron	Review exclusivity outline of issues (.2); call with counsel for PI and PD Committee and follow-up notes (.8); review hearing agenda (.3).	1.30
01/16/07	R. Frankel	Review, consider agenda for January 23 hearing; notes re same.	0.40
01/16/07	R. Frankel	Review various pleadings re production of underlying 10-K documents (1.2); review PD pleadings re pending litigation (1.0).	2.20
01/16/07	R. Frankel	Review notes in preparation for telephone conference with PI and PD Committee counsel.	0.80
01/16/07	R. Frankel	Telephone conference with E. Inselbuch, S. Baena to structure, discuss oral argument (.6); confer with R. Wyron, D. Felder re same (.4).	1.00
01/16/07	R. Frankel	Telephone conference with D. Austern re oral argument issues; telephone conference with PI and PD Committee counsel; notes re same.	0.30
01/17/07	R. Barainca	Review docket for new notices of appearance.	0.10
01/17/07	A. Thorp	Review hard drive of questionnaire images and prepare for review of documents for D. Felder.	1.50



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01/17/07	S. Venegas	Prepare for January 23rd hearing (3.0); review underlying motions (4.4).	7.40
01/17/07	D. Felder	Telephone conference with R. Frankel regarding PD claim objection issues (.1); review materials regarding same and prepare e-mail summary regarding same (.9); e-mail correspondence and follow-up with estimation experts regarding upcoming meeting and issues (1.0); preparation for exclusivity appeal argument (.5); correspondence to and from R. Mullady and N. Finch regarding deposition notices (.5); prepare and finalize same (.8); various e-mails to R. Frankel, R. Wyron, R. Mullady and G. Rasmussen regarding various estimation issues and follow-up regarding same (1.2); telephone conference with J. Heberling regarding depositions and follow-up with R. Mullady regarding same (.5); review estimation materials and prepare update and summary to estimation team and D. Austern regarding same (1.5); telephone conference with R. Wyron regarding upcoming meetings and issues (.1).	7.10
01/17/07	R. Mullady, Jr.	Prepare for 1/23 motion hearing (3.0); discussions with Libby counsel (.2); discussions with estimation team (.5); e-mail to client (.2).	3.90
01/17/07	J. Guy	Prepare for oral argument.	0.80
01/17/07	G. Rasmussen	Review of J. Biggs slides.	0.30
01/17/07	R. Wyron	Confer with R. Frankel and strategize regarding upcoming exclusivity appeal hearing.	0.40
01/17/07	R. Frankel	Telephone conference with D. Felder re PD issues, status; review PD pleadings, summary from D. Felder.	0.80
01/17/07	R. Frankel	Review file, past decisions in preparation for oral argument (.7); review briefs (1.0).	1.70
01/18/07	S. Venegas	Prepare for Omnibus Hearing, research and draft memo.	7.00
01/18/07	D. Felder	E-mails to R. Wyron regarding exclusivity appeal (.1); review pleadings relating to Debtors' motion to quash and ACC's motion to compel in preparation for January 23 argument and conference with A. Venegas regarding same (2.6); prepare timeline of upcoming meetings and events for estimation team and D. Austern (.6).	3.30
01/18/07	J. Ansbro	E-mails to/from R. Mullady, N. Finch and OHS team re expert meetings and depositions, and depositions of Grace's counsel (.3); review Mullady e-mails to D. Austern (.1).	0.40
01/18/07	R. Mullady, Jr.	Prepare for 1/23 motion hearing (2.5); discussions with A. Running, N. Finch and J. Ansbro regarding scheduling of depositions of Grace counsel (.5); e-mails to/from N. Finch regarding expert discovery (.2); e-mails to/from D. Austern (.2).	3.40



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01/19/07	A. Hermele	Review and revise summary of discovery disputes and positions for the next status conference (2.0); research cases re choice discovery methods (.5).	2.50
01/19/07	S. Venegas	Draft materials for 1/23 omnibus hearing.	5.70
01/19/07	D. Felder	E-mail correspondence with R. Mullady regarding 30(b)(6) issues (.1); review recently filed pleadings and e-mail correspondence with R. Barainca regarding same (.8); telephone conference with R. Mullady regarding 30(b)(6) issues (.3); e-mails to R. Frankel and J. Guy regarding exclusivity appeal argument (.3); conference with A. Venegas regarding omnibus hearing (.3); review non-estimation experts reports regarding various issues (3.0).	4.80
01/19/07	J. Ansbro	Further review submissions on prior motion practice on PIQ and other discovery disputes (4.0); review Grace discovery responses (1.5); review estimation-related publications by Grace's experts (1.0); review R. Mullady's draft demonstrative for hearing on discovery motion and e-mails to/from Mullady regarding same and draft e-mail to Grace counsel proposing partial agreement on motion; (.5); e-mails to/from ACC counsel regarding deposition scheduling (.3).	7.30
01/19/07	R. Mullady, Jr.	Negotiations with debtors' counsel regarding scope of 30(b)(6) deposition of Grace (1.2); prepare for omnibus hearing and argument on debtors' motion to quash (4.8).	6.00
01/19/07	R. Wyron	Review agenda for 1/23 hearing (.2); review e-mails concerning potential new pension motion and follow-up (.4).	0.60
01/19/07	R. Frankel	Review presentation slides from D. Austern	1.60
01/19/07	R. Frankel	Prepare notes for oral argument (1.0); review cases re standard for review (2.0); review brief of appellant and appellee (3.8); series of e-mails re same (.4).	7.20
01/20/07	R. Mullady, Jr.	Review and reply to e-mails from J. Baer regarding agenda for 1/23/07 omnibus hearing.	0.30
01/21/07	S. Venegas	Research Daubert cases.	1.00
01/21/07	R. Frankel	Review, revise outline for oral argument.	1.20
01/22/07	S. Venegas	Prepare materials for R. Mullady for January 23rd omnibus.	3.00
01/22/07	D. Felder	Review and update schedule and prepare agenda for R. Mullady and e-mail update to R. Mullady, G. Rasmussen and A. Venegas regarding same (.8); attend pre-meeting with ACC and PD Committee regarding exclusivity appeal argument (1.5); attend exclusivity appeal argument (1.5); review deposition digests regarding Sealed Air (.5).	4.30



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01/22/07	J. Ansbro	Review legal memoranda regarding estimation precedent and review pertinent court decisions (5.2); further review of discovery responses of Grace and ACC (1.5).	6.70
01/22/07	R. Mullady, Jr.	Prepare for omnibus hearing (6.5); review status of discovery (.5).	7.00
01/22/07	J. Guy	Travel to/from Philadelphia for oral argument on exclusivity appeal while analyzing issues in advance of oral argument and conference with FCR counsel during same on appeal issues (4.0); conference with counsel for appellants in advance of oral argument (2.0); attend oral argument (1.6).	7.60
01/22/07	R. Wyron	Review docket for 1/23 hearing on open items (.2); attend exclusivity argument (1.0); review information on pension motion (.5).	1.70
01/22/07	R. Frankel	Prepare for oral argument during travel to Philadelphia (1.9); confer with E. Inselbuch and S. Baena to prepare for argument (2.0); attend oral argument before Judge Buckwalter (1.6).	5.50
01/23/07	R. Barainca	Review recently filed motions for D. Felder.	0.20
01/23/07	A. Thorp	Create sample files of questionnaire images to upload on shared website.	1.50
01/23/07	S. Venegas	Attend monthly omnibus hearing.	4.00
01/23/07	D. Felder	Telephonic participation in omnibus hearing (3.5); review motion to approve stipulation regarding January 2007 methodology hearing for PD claims (.2); review Foster & Sear's motion for extension of time to respond to questionnaires (.1); review Debtors' pension motion (.2); review motion of certain claimants represented by Reaud, Morgan & Quinn to amend informal proofs of claim or file late proofs of claim (.2); conference with J. Ansbro regarding update and status (.9); follow-up regarding estimation-related materials and conference with R. Mullady regarding same (2.8); e-mails correspondence with N. Finch and R. Mullady regarding omnibus hearing (.3).	8.20
01/23/07	J. Ansbro	Telephone conference with D. Felder regarding omnibus hearing and draft expert report of J. Biggs (.3); initial review of J. Biggs latest draft expert report (1.7); review articles regarding estimation authored by various of Grace, ACCs and FCRs' experts (3.6).	5.60
01/23/07	R. Mullady, Jr.	Working travel to Wilmington for omnibus hearing (1.8); prepare for and attend hearing (6.5); e-mails to/from N. Finch and D. Felder regarding discovery (.3).	8.60
01/23/07	R. Wyron	Participate in omnibus hearing telephonically (1.4); begin review of outline for 1/25 meeting with ACC (.8).	2.20



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01/23/07	R. Frankel	Attend by telephone omnibus hearing.	4.60
01/23/07	R. Frankel	Telephone conference with D. Austern re Grace oral argument, meeting with equity committee reps; e-mails re same.	0.40
01/24/07	S. Venegas	Review notes from hearing and draft preliminary order.	1.70
01/24/07	D. Felder	Review Judge Buckwalter's order on exclusivity (.1); review recently filed pleadings (.4); begin preparation for D. Siegel, R. Beber and J. Hughes depositions and e-mails to R. Mullady and J. Ansbro regarding same (5.4); review proposed order on discovery issues and e-mail to A. Venegas and R. Mullady regarding same (.2).	6.10
01/24/07	J. Ansbro	Further review of various articles regarding asbestos litigation and estimation authored by various of Grace, ACCs and FCRs experts (3.5); review digests of Grace witnesses depositions from Sealed Air (3.5); telephone conference with D. Felder re various discovery issues, 1-25 meeting with ACC counsel and 1-29 meeting with D. Austern (.7).	7.70
01/24/07	R. Mullady, Jr.	E-mails to/from D. Felder and R. Wyron.	0.30
01/24/07	J. Guy	Review Judge Buckwalter's decision affirming exclusivity order (.1); e-mails re same and next steps (.3).	0.40
01/24/07	R. Wyron	Review documents in preparation for meeting with ACC.	1.20
01/24/07	R. Frankel	Review with R. Wyron issues re exclusivity decision; consider issues re further appeals.	0.80
01/24/07	R. Frankel	Review order, opinion re appeal (.2); review issues re same (.2); telephone conference with D. Austern re same (.2).	0.60
01/25/07	S. Venegas	Review e-mails (.2); draft changes into proposed order (.1).	0.30
01/25/07	D. Felder	Review revised deposition notice and e-mail correspondence to N. Finch and M. Hurford regarding same (.2); preparation for experts meeting and e-mails to G. Rasmussen, R. Mullady and J. Ansbro regarding same (1.0); continue deposition preparation and begin review of Sealed Air deposition transcripts (4.7); e-mail correspondence to B. Gillespie regarding estimation issues and correspondence from D. Mendelson regarding same (.3); review recently filed pleadings and e-mail correspondence to R. Barainca regarding same (.9).	7.10
01/25/07	J. Ansbro	Review transcript of 12-5-06 Omnibus Hearing (1.8); prepare for and attend meeting (with R. Mullady, R. Wyron and R. Frankel) with ACC counsel (E. Insulbuch, W. Slocumbe, N. Finch and P. Lockwood) regarding estimation hearing (4.5); review prior court submissions regarding development of Grace's PI Questionnaire (2.0); review estimation memorandum by ACC's expert (.5).	8.80



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01/25/07	R. Mullady, Jr.	Prepare for and attend meeting at Caplin & Drysdale's NY offices regarding estimation hearing.	7.00
01/25/07	G. Rasmussen	Review of results of hearing and preparation for meeting with J. Biggs.	0.30
01/25/07	R. Wyron	Review estimation reports in preparation for meeting with ACC (1.3); meet with ACC on estimation issues and strategy (2.8); follow-up with R. Frankel (.3); confer with R. Mullady on strategy (.5); review pension motion and e-mails regarding same (.6); review and respond to e-mails to and from J. Brownstein on pension motion and additional information required for analysis (4).	5.90
01/25/07	R. Frankel	Confer with E. Inselbuch, P. Lockwood, R. Mullady, R. Wyron and others re estimation trial, strategy issues.	3.10
01/25/07	R. Frankel	Prepare for brainstorming session re estimation trial, prepare notes, issues list re same during travel to NY.	2.40
01/26/07	C. Zurbrugg	Participate in conference call with J. Ansbro and R. Mullady to discuss questionnaires (.5); confer with J. Ansbro re background of case (.5).	1.00
01/26/07	S. Venegas	Review e-mail regarding meeting with D. Austern.	0.10
01/26/07	D. Felder	Conference with R. Wyron regarding estimation issues (.1); telephone conference with J. Ansbro regarding update (.1); e-mail correspondence with litigation team regarding estimation update and status (.7); conference with R. Mullady and J. Ansbro regarding update and follow-up telephone conference with C. Zurbrugg (3.5); telephone conference with J. Biggs regarding same (.2); conference with R. Wyron regarding update (.1); various follow-up correspondence to litigation team regarding same (1.0); continue preparation for depositions (2.0).	7.70
01/26/07	J. Ansbro	Conference call with R. Mullady, D. Felder and C. Zurbrugg regarding analysis of PIQ and January 25 meeting with ACC counsel (1.2); further review of prior motion papers on PIQ issues (1.5); review exemplar PIQ responses (3.5); follow-up meeting with C. Zurbrugg regarding analysis of PIQ responses and estimation issues (1.0); monitor e-mails with ACC counsel regarding case scheduling and Grace overtures to the Court (.2).	7.40
01/26/07	R. Mullady, Jr.	Conference call with J. Ansbro, D. Felder and C. Zurbrugg regarding estimation case (1.2); meet with R. Wyron regarding same (.2); review and reply to e-mails from D. Austern (.6); telephone conversation with R. Frankel and N. Finch (.4); e-mails to/from A. Running and N. Finch (.4); meet with G. Rasmussen (.3).	3.10



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01/26/07	G. Rasmussen	Conferences regarding the hearing and the meeting in New York with co-counsel.	0.30
01/26/07	R. Wyron	Review issues in pension motion (.3); follow-up with consultant (.5).	0.80
01/26/07	R. Frankel	Review files in connection with estimation.	0.80
01/26/07	R. Frankel	Review issues in preparation for meeting with client (.4); review issues re 3rd circuit appeal (.5).	0.90
01/26/07	R. Frankel	Telephone conference with D. Austern re Libby issues.	0.20
01/27/07	C. Zurbrugg	Review questionnaire (.7); review informational brief (.3).	1.00
01/27/07	R. Frankel	Review draft letter from D. Austern re Libby; review letter of August 7, 2006.	0.60
01/28/07	C. Zurbrugg	Review informational brief.	1.80
01/28/07	J. Ansbro	Prepare for 1-29-07 meeting with D. Austern.	1.30
01/28/07	R. Mullady, Jr.	Review draft order regarding discovery motions heard at January omnibus hearing.	0.20
01/29/07	C. Zurbrugg	Review brief in support of motion to compel (2.0); attend meeting with client in order to discuss and coordinate strategy, including dealing with questionnaires (1.8); confer with J. Ansbro and R. Mullady re experts (.5); confer with ACC counsel re questionnaire (1.2); review informational materials on litigation (1.5).	7.00
01/29/07	S. Venegas	Meeting with team (3.5); review Siegel deposition (.5).	4.00
01/29/07	D. Felder	Preparation for strategy meeting (1.0); strategy meeting with D. Austern, R. Frankel, R. Wyron and litigation team regarding estimation issues (3.5); follow-up review and correspondence regarding same (4.0); telephone conference with R. Mullady, J. Ansbro and N. Finch regarding questionnaire issues (1.0); telephone conference with J. Biggs regarding estimation issues (.4); telephone conference with E. Stallard regarding same (.2); conference with R. Frankel regarding exclusivity appeal issues (.1); review local rules and draft e-mail correspondence to R. Frankel regarding exclusivity appeal issues (2.5); review PD claims objection issues and e-mail correspondence regarding same (.1); e-mail correspondence with M. Hurford regarding exclusivity appeal issues (.2).	13.00



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01/29/07	J. Ansbro	Working travel from New York to Washington D.C. for meeting with OHS team and D. Austern, review motion papers on PI Questionnaire and Debtors Informational Brief during travel (3.5); attend meeting with D. Austern and Orrick estimation team regarding discovery status and strategy, and trial strategy (5.5); teleconference with ACC counsel regarding discovery strategy (.5); follow-up discussions with R. Mullady and C. Zurbrugg regarding PI Questionnaires (.5); working travel from Washington D.C. to New York, review appendices to J. Biggs' draft expert report during travel (1.0).	11.00
01/29/07	R. Mullady, Jr.	Prepare for and attend meeting with estimation team and client (5.5); conference call with ACC counsel (.5); e-mails to/from B. Harding (.3).	6.30
01/29/07	G. Rasmussen	Meeting with client re analysis of expert testimony.	4.50
01/29/07	G. Rasmussen	Conference with E. Stollard re Debtors' use of questionnaires.	0.20
01/29/07	R. Wyron	Review data for meeting with D. Austern (.8); meet with D. Austern regarding estimation, case strategy and critical issues in pending matters (3.4); follow-up calls on pending issues and notes re same (.4); call with P. Lockwood on strategic issues and follow-up (.6).	5.20
01/29/07	R. Frankel	Confer with D. Austern, R. Mullady, G. Rasmussen re estimation trial strategy.	3.20
01/29/07	R. Frankel	Telephone conference with E. Inselbuch re appeal (.3); confer with D. Felder re same (.3); review e-mails, procedural issues (.7).	1.30
01/30/07	R. Barainca	Prepare a Flow Chart of the Questionnaire Review for D. Felder.	1.50
01/30/07	A. Thorp	Create sample files of questionnaire images to upload on shared website.	1.50
01/30/07	S. Venegas	Review Siegel deposition.	1.20



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01/30/07	D. Felder	Revise notice of appeal of exclusivity order (.1); e-mail correspondence and follow-up to estimation team and J. Biggs regarding estimation issues (2.6); finalize details for experts' meeting (.4); begin drafting motion to expedite exclusivity appeal (1.3); attention to various estimation issues (4.1); telephone conference with R. Wyron, I. Altman, J. Radecki and J. Brownstein regarding pension issues (.7); telephone conference with G. Rasmussen and D. Austern regarding estimation issues (.3); telephone conference with J. Biggs, B. Gillespie, D. Austern, G. Rasmussen and R. Mullady regarding estimation issues (1.2); follow-up with J. Ansbro, G. Rasmussen and R. Mullady regarding same (2.0); prepare materials regarding questionnaires (.7).	13.40
01/30/07	J. Ansbro	Telephone conference with R. Mullady, G. Rasmussen and D. Felder regarding analysis of PI Questionnaires (.5); monitor e-mails with ACC counsel regarding court submission on case scheduling (.2); review D. Felder's presentation regarding PI Questionnaires (.3); review team e-mails regarding J. Biggs estimation report (.2); review information sent today from D. Austern (.2); review materials from claimants' counsel regarding preparation of PI Questionnaires (.3); review PIQ responses (3.2); initial review of non-estimation expert reports (2.5).	7.40
01/30/07	R. Mullady, Jr.	Telephone conversations with D. Austern (.4); conference call with J. Biggs (1.2); conference call with J. Ansbro, G. Rasmussen and D. Felder (.5).	2.10
01/30/07	G. Rasmussen	Preparation for conference call (.9); participation in conference call with J. Biggs and D. Austern (2.1).	3.00
01/30/07	R. Wyron	Review pension materials for conference call (.4); call with consulting expert and Piper Jaffray on pension issues and pending motion, and follow-up notes (.9); calls to other constituencies regarding their positions on new pension motion (.3).	1.60
01/30/07	R. Frankel	Review series of e-mails re PD issues, Libby issues.	0.60
01/30/07	R. Frankel	Review, edit notice of appeal; series of e-mails re appeal; telephone conference with E. Inselbuch re same.	0.80
01/30/07	R. Frankel	Review, exchange series of e-mails re PI Estimation CMO, Status Report.	0.80



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01/31/07	C. Zurbrugg	Confer with J. Ansbro re questionnaire strategy (.5); confer with J. Ansbro re background issues in case (.4); telephone conference with D. Felder and J. Ansbro re present handling of questionnaires (.5); telephone conference with D. Felder re expert issues and claims issues (.2); confer with J. Ansbro re claims issues (.2); prepare for call with experts (.3); confer with J. Ansbro re sample completed questionnaires (.4); review draft expert report (2.4).	4.90
01/31/07	C. Zurbrugg	Organize research materials and cases.	0.40
01/31/07	S. Venegas	Review Siegel deposition (2.0); review online questionnaires (1.1).	3.10
01/31/07	D. Felder	Review Debtors' motion to modify x-ray motion and Debtors' motion for expedited consideration (.3); e-mail correspondence to R. Mullady and N. Finch regarding same (.2); review and revise FCR's opposition and joinder to same and conference with R. Mullady regarding same (.7); telephone conference with R. Wyron, J. Sakalo and M. Hurford regarding pension issues (.3); telephone conference with J. Ansbro and C. Zurbrugg regarding estimation issues (.5); telephone conference with G. Rasmussen and E. Stallard regarding same (.1); attention to estimation and questionnaire issues and e-mail correspondence regarding same (5.2); review ACC's objection to x-ray motion (.3).	7.60
01/31/07	J. Ansbro	Telephone conference with C. Zurbrugg and D. Felder regarding supplemental PIQ responses, Rust database and other discovery issues (1.1); review Grace's motion to revisit x-ray Order and team e-mails regarding same (.4); review law regarding strict products liability (2.0); review PI Questionnaire responses (3.5); further review of prior PIQ motion papers (1.3).	8.30
01/31/07	R. Mullady, Jr.	Review debtors' emergency motion and prepare opposition thereto (1.5); attention to discovery matters (1.0).	2.50
01/31/07	G. Rasmussen	Telephone conference with E. Stallard.	0.20
01/31/07	R. Wyron	Call with PI and PD Committee counsel on pension motion and follow-up.	1.10
01/31/07	R. Frankel	Review Grace motion and exhibits to modify order regarding production of x-rays (.5); review series of e-mails from R. Mullady, N. Finch re status report (.6).	1.10

Total Hours 634.00

Total For Services \$351,175.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
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Timekeeper Summary	Hours	Rate	Amount
John Ansbro	97.50	625.00	60,937.50
Rachael Barainca	3.40	150.00	510.00
James Cangialosi	1.00	235.00	235.00
Debra Felder	166.30	465.00	77,329.50
Roger Frankel	72.00	770.00	55,440.00
Jonathan P. Guy	39.20	650.00	25,480.00
Annie L. Hermele	10.30	390.00	4,017.00
Raymond G. Mullady, Jr.	95.90	635.00	60,896.50
Garret G. Rasmussen	9.80	700.00	6,860.00
Katherine S. Thomas	1.10	390.00	429.00
Aaron R. Thorp	9.40	195.00	1,833.00
Shannon Dawn Venegas	86.80	390.00	33,852.00
Richard H. Wyron	25.20	700.00	17,640.00
Catharine L. Zurbrugg	16.10	355.00	5,715.50
Total All Timekeepers	634.00	\$553.90	\$351,175.00

Disbursements

Duplicating Expense	2,563.20	
Express Delivery	143.64	
Lexis Research	627.50	
Local Taxi Expense	146.65	
Other Business Meals	666.37	
Out of Town Business Meals	107.12	
Outside Services	681.12	
Overtime Meals	18.15	
Parking Expense	60.00	
Postage	461.55	
Telephone	69.83	
Travel Expense, Air Fare	1,553.47	
Travel Expense, Local	788.50	
Travel Expense, Out of Town	222.27	
Westlaw Research	3,136.90	
Total Disbursements		\$11,246.27

Total For This Matter **\$362,421.27**



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Matter: 9 - Plan & Disclosure Statement

01/02/07	R. Frankel	Telephone conferences with D. Austern and E. Inselbuch re settlement-plan issues, meeting in Dallas (1.2); notes re same (.4).	1.60
01/04/07	R. Frankel	Telephone conference with D. Austern re meeting in Dallas; e-mails with P. Weitz re same.	0.40
01/04/07	R. Frankel	Review plan financial scenarios while traveling to NY in preparation for meeting with Piper Jaffray.	1.80
01/05/07	R. Frankel	Confer with Piper Jaffray re their telephone conference with Blackstone, new spreadsheets for a consensual plan (1.1); notes re valuation issues (.3).	1.40
01/05/07	R. Frankel	Review new spreadsheet from Piper Jaffray re leverage re reorganized company (during travel to DC).	1.30
01/05/07	R. Frankel	Telephone conference with D. Austern re his telephone call with M. Schelnitz on settlement; notes re same.	0.50
01/09/07	J. Hermann	Review and analysis of prior pleadings in case in preparation for plan of reorganization proposed by future claims representative if exclusivity appeal is successful.	2.20
01/10/07	R. Frankel	Prepare for meeting in Dallas, review file, prepare notes during travel to DFW airport (2.9); review different settlement scenarios during travel (1.0).	3.90
01/10/07	R. Frankel	Confer with E. Inselbuch, P. Weitz and D. Austern re plan settlement issues.	1.40
01/10/07	R. Frankel	Prepare notes re meetings; telephone conference with J. Radecki re plan scenarios, discussions with P. Zily.	1.40
01/12/07	R. Wyron	Call with R. Frankel re status.	0.30
01/12/07	R. Frankel	Telephone conference with R. Wyron re hearings, Dallas meeting; notes re hearings.	0.40
01/16/07	R. Wyron	Confer with R. Frankel on status of negotiations.	0.20
01/17/07	R. Frankel	Telephone conference with J. Radecki re status of due diligence; notes re same, possible meeting.	0.50

Total Hours 17.30

Total For Services \$12,923.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	14.60	770.00	11,242.00



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Timekeeper Summary	Hours	Rate	Amount
Jeffery D. Hermann	2.20	605.00	1,331.00
Richard H. Wyron	0.50	700.00	350.00
Total All Timekeepers	17.30	\$746.99	\$12,923.00

Total For This Matter	\$12,923.00
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Matter: 11 - Compensation of Professionals - Other

01/02/07	R. Barainca	Prepare D. Austern's October and November 2006 monthly fee applications.	2.30
01/04/07	D. Fullem	Review package from Piper Jaffray with signed November monthly fee application; coordinate notice and related documents to be finalized; coordinate filing and service of same; update R. Chatterjee at PJC regarding same.	0.70
01/08/07	R. Barainca	Prepare Certificates of No Objection for Tillinghast's September and October 2006 monthly fee applications.	1.20
01/09/07	R. Barainca	Prepare Tillinghast's Certificates of No Objection for filing.	0.60
01/09/07	R. Barainca	Edit Tillinghast's Certificates of No Objection for their September and October 2006 monthly fee applications.	0.30
01/15/07	R. Wyron	Review October and November monthly applications for D. Austern.	0.20
01/16/07	R. Barainca	Prepare D. Austern's October and November 2006 monthly fee applications for filing.	0.50
01/24/07	R. Barainca	Prepare Piper Jaffray's Certificate of No Objection for their November 2006 fee application.	0.60
01/25/07	D. Fullem	Review and respond to e-mail from R. Chatterjee at PJC regarding December monthly to be filed and timing for next quarterly fee application.	0.20
01/26/07	R. Barainca	Prepare Piper Jaffray's Certificate of No Objection for their November 2006 monthly fee application for filing.	0.20
01/26/07	D. Fullem	Review e-mail from R. Chatterjee attaching PJC's December monthly.	0.10
01/29/07	R. Barainca	Prepare Piper Jaffray & Co.'s December 2006 monthly fee application for filing.	0.30
01/29/07	D. Fullem	Confer with R. Barainca regarding filing of Piper Jaffray's December fee application.	0.20

Total Hours 7.40

Total For Services \$1,310.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	6.00	150.00	900.00
Debra O. Fullem	1.20	225.00	270.00
Richard H. Wyron	0.20	700.00	140.00



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<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Total All Timekeepers	7.40	\$177.03	\$1,310.00
Disbursements			
Duplicating Expense		58.50	
Express Delivery		316.24	
Postage		8.97	
	Total Disbursements		\$383.71
	Total For This Matter		\$1,693.71



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Matter: 13 - Compensation of Professionals - Orrick

01/05/07	D. Fullem	Review of December prebills.	1.20
01/05/07	D. Fullem	Prepare e-mail to W. Sparks regarding CNO filed on November fee application and payment due.	0.20
01/05/07	D. Fullem	Prepare update to fee and expense charts and circulate to R. Frankel and R. Wyron.	0.20
01/08/07	D. Fullem	Follow up e-mails to attorneys regarding additional information needed for certain December time entries; confer with P. Reyes regarding status of edits to December prebills; prepare e-mail to R. Wyron regarding status.	0.90
01/08/07	D. Fullem	Provide recent payment information to R. Barainca to insert in current fee application.	0.10
01/09/07	R. Barainca	Prepare redactions for November 2006 monthly fee application.	1.50
01/09/07	D. Fullem	Review responsive e-mails from R. Mullady and J. Guy regarding updating December time entries; forward to P. Reyes to update bills.	0.20
01/10/07	R. Wyron	Review November fee application (.2); review December prebill (.3).	0.50
01/11/07	R. Barainca	Edit Orrick's November 2006 monthly fee application for filing.	0.20
01/11/07	D. Fullem	Review and update fee/expense chart.	0.20
01/11/07	D. Fullem	Confer with R. Barainca regarding status of Orrick's November fee application filing.	0.10
01/19/07	R. Barainca	Prepare Orrick's December 2006 monthly fee application.	1.10
01/22/07	R. Barainca	Continue preparing Orrick's December 2006 monthly fee application.	2.10
01/23/07	D. Fullem	Confer with R. Barainca regarding status of filing of Orrick's December fee application.	0.20
01/25/07	R. Barainca	Edit Orrick's December 2006 monthly fee application.	0.50
01/25/07	D. Fullem	Confer with R. Barainca regarding edits to Orrick's December fee application.	0.10
01/25/07	D. Fullem	Update fee and expense summaries and A/R charts.	0.30
01/25/07	D. Fullem	Prepare e-mail to R. Frankel and R. Wyron regarding recent payment made by Grace for October 80/100.	0.10
01/26/07	R. Barainca	Prepare Orrick's December 2006 monthly fee application for filing.	0.30



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01/26/07	D. Fullem	Review and respond to e-mail from R. Wyron regarding bankruptcy billing memo.	0.20
01/26/07	D. Fullem	Review and respond to e-mail from R. Wyron regarding recent payment made by Grace.	0.20
01/26/07	R. Wyron	Prepare e-mail to new team members on billing practices.	0.40
01/29/07	D. Fullem	Review and revise billing procedures memo (1.2); forward same to R. Wyron for review and comment (.1).	1.30
01/30/07	D. Fullem	Prepare edits to billing merno and circulate to new team members.	0.50

Total Hours 12.60

Total For Services \$2,835.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	5.70	150.00	855.00
Debra O. Fullem	6.00	225.00	1,350.00
Richard H. Wyron	0.90	700.00	630.00
Total All Timekeepers	12.60	\$225.00	\$2,835.00

Disbursements

Duplicating Expense	75.60
Express Delivery	44.42
Postage	3.18

Total Disbursements \$123.20

Total For This Matter \$2,958.20



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Matter: 15 - Travel Time (Non-Working)

01/05/07	R. Frankel	Travel to DC (non-working).	2.10
01/10/07	R. Frankel	Travel to and from Dallas.	4.10
01/22/07	D. Felder	Non-working travel to and from Philadelphia.	4.00
01/22/07	R. Frankel	Travel to DC after oral argument.	2.50
01/23/07	S. Venegas	Travel to hearing (4.0).	4.00
01/23/07	R. Mullady, Jr.	Non-working return travel.	2.30
01/25/07	R. Mullady, Jr.	Non-working return travel to DC .	2.70
01/25/07	R. Wyron	Non-working travel from New York meeting with ACC.	2.00
01/25/07	R. Frankel	Travel to DC from meeting at Caplin & Drysdale in NY.	2.70
01/29/07	C. Zurbrugg	Travel round-trip from New York to Washington D.C. for meetings with client.	5.20
01/29/07	J. Ansbro	Non-working travel time during trip from Washington D.C. to New York.	1.50

Total Hours	33.10	
Total For Services		\$9,778.25

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John Ansbro	1.50	312.50	468.75
Debra Felder	4.00	232.50	930.00
Roger Frankel	11.40	385.00	4,389.00
Raymond G. Mullady, Jr.	5.00	317.50	1,587.50
Shannon Dawn Venegas	4.00	195.00	780.00
Richard H. Wyron	2.00	350.00	700.00
Catharine L. Zurbrugg	5.20	177.50	923.00
Total All Timekeepers	33.10	\$295.42	\$9,778.25

Total For This Matter	\$9,778.25
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***** COMBINED TOTALS *****

Total Hours	717.20	
Total Fees, all Matters		\$379,956.25
Total Disbursements, all Matters		\$14,046.26



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Total Amount Due

\$394,002.51